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MEMO ENDORSED

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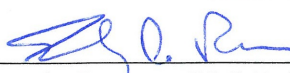
December 18, 2015

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Via E-mail And Hand Delivery

Hon. Edgardo Ramos
United States District Judge
United States District Court For The Southern
District of New York
Thurgood Marshall
United States Courthouse
40 Foley Square, Courtroom 619
New York, NY 10007

The application is ☒ granted
_____ denied



Edgardo Ramos, U.S.D.J.
Dated: 12/18/2015
New York, New York

Re: *Mbody Minimally Invasive Surgery, P.C. v. UnitedHealthCare Insurance Company, et al.*
Civ. Act. No. 14-cv-2495
File No. 03246-000239

Dear Judge Ramos:

This office represents Defendants in the above-referenced action. In connection with their motion to dismiss, Defendants seek to file certain portions of Exhibits under seal in accord with the Protective Order issued January 15, 2015 (Doc. No. 30) because the documents contain confidential and proprietary information.

All of the Exhibits that Defendants seek to file under seal are annexed to the Declaration of Ngoc Han S. Nguyen. More specifically, the documents are:

Exhibit Letter to Nguyen Declaration	Beginning Bates Stamp	Ending Bates Stamp
C	UHC (MBody) 000262	UHC (MBody) 000321
O	UHC (MBody) 001990	UHC (MBody) 002047
R	UHC (MBody) 002494	UHC (MBody) 002530
Z	UHC (MBody) 003482	UHC (MBody) 003519
GG	UHC (MBody) 004557	UHC (MBody) 004588
II	UHC (MBody) 004862	UHC (MBody) 004898

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The documents are attached. All of these documents are Administrative Services Agreements (“ASA”) for employee welfare benefit plans governed by the Employee Retirement Income Security Act of 1974, 29 U.S.C. §1001, *et seq.*, as amended (“ERISA”). The ASAs contain confidential proprietary pricing information and performance metrics. *See* FED. R. CIV. P. 26(c)(1)(G); *Mashantucket Pequot Tribe v. Town of Ledyard*, No. 06-cv-1212(WWE), 2008 WL 4298377, *12 (D. Conn. Sept. 18, 2008). We have taken steps to redact the highly confidential information in order to protect against inadvertent disclosure, however, the structure and the terms of these agreements are considered proprietary and confidential.

The ASAs have little relevance to the matters raised in this motion. With each of the above-referenced Exhibits, Defendants have provided both the Summary Plan Descriptions (“SPD”) and ASAs. The terms that Defendants have referenced with regard to their motion are contained in the Summary Plan Descriptions, which are not confidential. We do not believe the ASAs contain information relevant to the motion, but in an abundance of caution, we wanted to provide the court and the parties with all of the relevant plan documents for these plans.

Since the ASAs play a negligible role in the Court’s overall review of the matters presented by Defendants, the presumption that the public should have access to them is lessened. *See Brookdale Univ. Hosp. & Med. Ctr. v. Health Ins. Plan of Greater N.Y.*, No. 07-cv-1471(RRM)(LB), 2008 WL 4541014, *3 (E.D.N.Y. Oct. 7, 2008). Accordingly, we respectfully request that the Court allow Defendants to file the above ASAs under seal because there is no compelling need to disclose them to the public. *See Lugosh v. Pyramid Co. of Onondaga*, 435 F.3d 110, 119 (2d Cir. 2006).

Thank you for your consideration of this matter.

Respectfully submitted,



John Thomas Seybert
Sedgwick LLP

JTS/JTS

Attachments (via hand delivery)

cc: Anthony Maul, Esq.
D. Brian Hufford, Esq.